

# EXHIBIT A

*Tanner, et al. v. TPUSA, Inc.*  
Case No. 1:12-CV-00033-WLS

ATTORNEYS' FEES AND COSTS AGREEMENT

On December 3, 2015, the Hon. Thomas Langstaff, Magistrate Judge of the United States District Court for the Middle District of Georgia, facilitated an arms' length mediation between the parties and their authorized counsel with respect to the remaining named plaintiffs in the above-captioned action: Elena Evens, Latoya Ford, Calandra Haywood, Jessica Hermanson, Jolanda Lassiter, Wendy Milner, Tiffany Molden, Thomas Dupre and Brady Tanner ("remaining plaintiffs"). TPUSA, Inc. and the remaining plaintiffs therein agreed to resolve bona fide wage disputes by paying the remaining plaintiffs amounts referenced in correspondence submitted to the Middle District of Georgia by TPUSA on November 19, 2015, in exchange for the dismissal with prejudice of each such individual's claims and the execution of a complete release of claims by each remaining plaintiff.

During the mediation, the parties also agreed that TPUSA would pay the remaining plaintiffs' attorneys' fees and costs in an amount totaling \$162,000 (One Hundred Sixty Two Thousand Dollars), such amounts reflecting \$78,000 in actual costs and \$84,000 in attorneys' fees. The payment of the fees and costs will constitute the full and final amount to be paid to plaintiffs' counsel in connection with the representation of the remaining plaintiffs in the matter identified as Case No. 1:12-CV-00033-WLS. A check in the amount of \$162,000 (One Hundred Sixty Two-Thousand) shall be made payable to Blau Leonard Law Group, LLC, not later than 30 days after all dismissals with prejudice related to all of the remaining plaintiffs are approved by the Court. No other monies shall be paid by TPUSA to the remaining plaintiffs or their counsel in connection with such case.

This Agreement may be executed in counterparts.

Agreed to this        day of December, 2015, and executed in (City)       ,

(State)       .

Steven Bennett Blau  
Blau Leonard Law Group, LLC

Agreed to this 30 day of December, 2015, and executed in (City) San Diego,

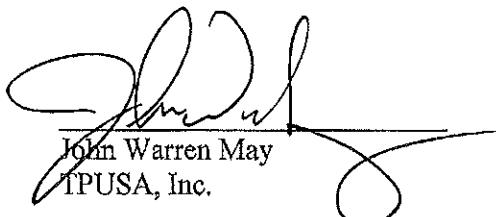
(State) CA.



Mary C. Dollarhide  
Paul Hastings LLP

Agreed to this 4<sup>th</sup> day of December, 2015, and executed in (City) Holladay,  
January, 2016

(State) UT.

  
John Warren May  
TPUSA, Inc.

This Agreement may be executed in counterparts.

Agreed to this 31<sup>st</sup> day of December, 2015, and executed in (City) Huntington,

(State) NY.

  
Steven Bennett Blau  
Blau Leonard Law Group, LLC

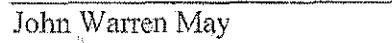
Agreed to this 30 day of December, 2015, and executed in (City) San Diego,

(State) CA.

  
Mary C. Dollarhide  
Paul Hastings LLP

Agreed to this \_\_\_\_\_ day of December, 2015, and executed in (City) \_\_\_\_\_,

(State) \_\_\_\_\_.

  
John Warren May  
TPUSA, Inc.